

EXHIBIT NO. 1

9
6-14-03

Docket Item #11
SPECIAL USE PERMIT #2003-0054

Planning Commission Meeting
June 3, 2003

ISSUE: Consideration of a request for a special use permit to operate a women's fitness and weight loss center.

APPLICANT: Curves for Women
by Jim Gasson

LOCATION: 4613 Duke Street

ZONE: CG/Commercial General

PLANNING COMMISSION ACTION, JUNE 3, 2003: By unanimous consent, the Planning Commission recommended approval of the request, subject to compliance with all applicable codes, ordinances and staff recommendations.

Reason: The Planning Commission agreed with the staff analysis.

STAFF RECOMMENDATION:

Staff recommends **approval** subject to compliance with all applicable codes and ordinances and the following conditions:

1. The special use permit shall be granted to the applicant only or to any business or entity in which the applicant has a controlling interest. (P&Z)
2. The hours of operation shall be limited to 7:00 a.m. to 9:00 p.m. Monday through Friday, 7:00 a.m. to 2:00 p.m. Saturday, and closed on Sunday.
3. The applicant shall require its employees to park in the parking area behind the shopping center. (P&Z)
4. Trash and garbage shall be placed in sealed containers which do not allow odors to escape and shall be stored inside or in a closed container which does not allow invasion by animals. No trash or debris shall be allowed to accumulate on site outside of those containers. (P&Z)
5. All loudspeakers shall be prohibited from the exterior of the building and no amplified sound or music shall be audible at the property line. (T&ES)
6. The applicant is contact the Crime Prevention Unit of the Alexandria Police Department at 703-838-4520 regarding a security survey for the business and robbery awareness program for all employees. (Police)
7. The Director of Planning and Zoning shall review the special use permit one year from approval and shall docket the matter for consideration by the Planning Commission and City Council if (a) there have been documented violations of the permit conditions, (b) the director has received a request from any person to docket the permit for review as a result of a complaint that rises to the level of a violation, or (c) the director has determined that there are problems with the operation of the use and that new or revised conditions are needed. (P&Z)

Staff Note: In accordance with section 11-506(c) of the zoning ordinance, construction or operation shall be commenced and diligently and substantially pursued within 18 months of the date of granting of a special use permit by City Council or the special use permit shall become void.

DISCUSSION:

1. The applicant, Curves for Women, requests special use permit approval for the operation of a health and athletic facility located at 4613 Duke Street.
2. The subject property is one lot of record with approximately 787 feet of frontage on Duke Street, approximately 284 feet of frontage on North Jordan Street and a total lot area of 10.2 square feet. The site is developed with a one and two story shopping center.

To the north and east of the site is the Foxchase Apartments. To the west is Raleigh Park. To the south across Duke Street is the 4600 Duke Street condominium and Mango Mike's restaurant. The subject athletic facility will occupy 1,989 square feet to the east of the dinner theater, and behind a flower shop.

3. The applicant proposes to operate a fitness and weight loss center known as "Curves". The facility will offer a 30 minute supervised strength and aerobic workout on a circuit of 12 hydraulic exercise machines. The Curves circuit allows 24 users at one time (each 30 minutes). A Curves instructor is always in the center of the circuit checking members' performance. The applicant anticipates two employees to be present at the site at any one time.
4. The hours of operation are proposed to be 7:00 a.m. to 9:00 p.m. Monday through Friday, 7:00 a.m. to 2:00 p.m. Saturday, and closed on Sunday.
5. Based on a variance granted by the Board of Zoning Appeals in 1982, the number of required parking spaces for the shopping center is 613 (BZA #3065). In 1992, City Council granted Special Use Permit #2594 allowing the owner of the shopping center to provide additional parking spaces, and the 1999 as-built parking plan depicts a total of 629 spaces, 16 spaces in excess of the amount required by the BZA variance.

In determining the parking requirement for the proposed health club, staff notes that the zoning ordinance does not have a unique parking requirement for health clubs. In the past we have used the indoor amusement enterprise parking requirement because we believe it is the closest use to a health club. Using this parking requirement, the proposed health club requires 10 spaces. The prior retail carpet business required 11 parking spaces (1.2 spaces per 210 square feet), thus the required parking for the health club will fit within the number of parking spaces required by retail use.

6. The applicant does not anticipate a problem with noise or odors. Noise will be limited to low level music from a CD player.

7. Trash will be limited and include paper waste. Trash will be removed daily.
8. The facility will be vacuumed and cleaned at least once a day, and machines wiped at least twice daily.
9. All employees and Curves owners will be CPR Certified and will receive and pass Curves fitness training instruction.
10. The business does not anticipate regular deliveries, however, a loading area is located at the back of the building if ever necessary.
11. The applicant states that "Curves" is the largest fitness franchise in the United States and world with over 6,000 locations in North American (5,000 in the U.S.) and Europe.
12. Zoning: The subject property is located in the CG/Commercial General zone. Section 4-403(M) of the zoning ordinance allows a health and athletic club in the CG zone only with a special use permit.
13. Master Plan: The proposed use is consistent with the Seminary Hill/Strawberry Hill small area plan chapter of the Master Plan which designates the property for commercial general use.

STAFF ANALYSIS:

Staff does not object to the proposed women's fitness and weight loss center located at 4613 Duke Street. The proposed use is compatible with the existing mix of retail, office, and personal service uses in the center and will provide a good service to area residents.

In order to reduce the competition for parking spaces between the applicant's employees and patrons, staff has included a condition requiring the applicant's employees to use the parking spaces located behind the shopping center. Staff has also included a condition requiring a review of the fitness center after it has been operational for one year to ensure compliance with SUP conditions.

With these conditions, staff recommends approval of the SUP.

STAFF: Eileen Fogarty, Director, Department of Planning and Zoning;
Barbara Ross, Deputy Director;
Valerie Peterson, Urban Planner.

CITY DEPARTMENT COMMENTS

Legend: C - code requirement R - recommendation S - suggestion F - finding

Transportation & Environmental Services:

- R-1 All loudspeakers shall be prohibited from the exterior of the building and no amplified sound or music shall be audible at the property line.
- C-1 The applicant shall comply with the City of Alexandria's Noise Control Code, Title 11, Chapter 5, which sets the maximum permissible noise level as measured at the property line.

Code Enforcement:

- C-1 The current use is classified as B; the proposed use is A-3. Change of use, in whole or in part, will require a certificate of use and occupancy (USBC 115.4) and compliance with USBC 118.2. including but not limited to: limitations of exit travel distance, emergency and exit lighting, a manual fire alarm system, and accessibility for persons with disabilities.
- C-2 New construction must comply with the current edition of the Uniform Statewide Building Code (USBC).
- C-3 Alterations to the existing structure must comply with the current edition of the Uniform Statewide Building Code (USBC).
- C-4 Construction permits are required for this project. Plans shall accompany the permit application that fully detail the construction as well as layouts and schematics of the mechanical, electrical, and plumbing systems.
- C-5 Required exits, parking, and accessibility for persons with disabilities must be provided to the building.
- C-6 A fire prevention code permit is required for the proposed operation. An egress plan showing fixture location, aisles and exit doors shall be submitted for review with the permit application.

Health Department:

- C-1 An Alexandria Health Department Permit is required for all regulated facilities (This includes health clubs).
- 1) Permits are non-transferable.
 - 2) Five sets of plans must be submitted to and approved by this department prior to construction. Plans must comply with the Alexandria City Code, Title 11, Chapter 11, Swimming Pools, Administrative Regulation 20-6, Swimming Pools, as amended.
 - 3) Permits must be obtained prior to operation.

Police Department:

- R-1 The applicant is contact the Crime Prevction Unit of the Alexandria Police Department at 703-838-4520 regarding a security survey for the business.
- R-2 The applicant is to contact the Crime Prevention Unit of the Alexandria Police Department at 703-838-4520 regarding a robbery awareness program for all employees.

APPLICATION for SPECIAL USE PERMIT # 2003-0054

[must use black ink or type]

PROPERTY LOCATION: THE SHOPS OF FOXCHASE - 4613 DUKE ST. ALEX 223

TAX MAP REFERENCE: 49.00-06-04 ZONE: CG

APPLICANT Name: CURVES FOR WOMEN

Address: 4613A/B DUKE STREET, ALEXANDRIA, VA 22304

PROPERTY OWNER Name: WASHINGTON REAL ESTATE INVESTMENT TRUST

Address: 6110 EXECUTIVE BLVD, STE 800, ROCKVILLE, MD 2085

PROPOSED USE: WOMEN'S FITNESS & WEIGHT LOSS

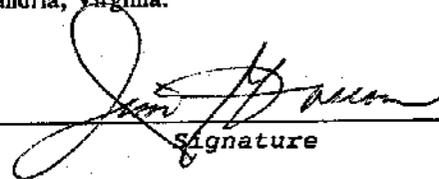
THE UNDERSIGNED hereby applies for a Special Use Permit in accordance with the provisions of Article XI, Section 11-500 of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED, having obtained permission from the property owner, hereby grants permission to the City of Alexandria to post placard notice on the property for which this application is requested, pursuant to Article XI, Section 11-301(B) of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED hereby attests that all of the information herein provided and specifically including all surveys, drawings, etc., required to be furnished by the applicant are true, correct and accurate to the best of their knowledge and belief. The applicant is hereby notified that any written materials, drawings or illustrations submitted in support of this application and any specific oral representations made to the Planning Commission or City Council in the course of public hearings on this application will be binding on the applicant unless those materials or representations are clearly stated to be non-binding or illustrative of general plans and intentions, subject to substantial revision, pursuant to Article XI, Section 11-207(A)(10), of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

Jim Gasson

Print Name of Applicant or Agent



Signature

7635 HOLMES RUN DRIVE

Mailing/Street Address

703-560-8728

Telephone #

703-560-8827

Fax #

FALLS CHURCH, VA 22042

City and State

Zip Code

4-30-03

Date

DO NOT WRITE BELOW THIS LINE - OFFICE USE ONLY

Application Received: _____ Date & Fee Paid: _____ \$ _____

ACTION - PLANNING COMMISSION: _____

ACTION - CITY COUNCIL: _____

All applicants must complete this form. Supplemental forms are required for child care facilities, restaurants, automobile oriented uses and freestanding signs requiring special use permit approval.

1. The applicant is (check one) the Owner Contract Purchaser
 Lessee or Other: _____ of the subject property.

State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership in which case identify each owner of more than ten percent.

THIS CURVES FRANCHISE IS OWNED BY
WOMEN'S HEALTH, LLC. THE OWNERS ARE:
JIM GASSON
NICKI BRINTZENHOFE

If property owner or applicant is being represented by an authorized agent such as an attorney, realtor, or other person for which there is some form of compensation, does this agent or the business in which the agent is employed have a business license to operate in the City of Alexandria, Virginia? N/A

- Yes. Provide proof of current City business license
 No. The agent shall obtain a business license prior to filing application, if required by the City Code.

2. Submit a floor plan and a plot plan with parking layout of the proposed use. One copy of the plan is required for plans that are 8½" x 14" or smaller. Twenty-four copies are required for larger plans or if the plans cannot be easily reproduced. The planning director may waive requirements for plan submission upon receipt of a written request which adequately justifies a waiver. This requirement does not apply if a Site Plan Package is required.

PLEASE SEE ATTACHED DOCUMENTS.

NARRATIVE DESCRIPTION

3. The applicant shall describe below the nature of the request in detail so that the Planning Commission and City Council can understand the nature of the operation and the use, including such items as the nature of the activity, the number and type of patrons, the number of employees, the hours, how parking is to be provided for employees and patrons, and whether the use will generate any noise. (Attach additional sheets if necessary)

CURVES IS THE LARGEST FITNESS FRANCHISE IN THE
UNITED STATES AND WORLD WITH OVER 6,000 LOCATIONS
(5,000+ IN THE U.S.)
IN NORTH AMERICA AND EUROPE. CURVES IS CURRENTLY
HELPING OVER 2 MILLION WOMEN ACHIEVE THEIR FITNESS
GOALS WITH A 30-MINUTE SUPERVISED WORKOUT IN A
SUPPORTIVE, ENCOURAGING, AND FEMALE-FRIENDLY ENVIRONMENT.
THE CURVES PROGRAM IS BUILT AROUND A PROVEN 30-MINUTE
STRENGTH AND AEROBIC WORKOUT THAT INCLUDES A WARMUP,
TWO SETS OF STRENGTH-TRAINING EXERCISES FOR ALL
THE MAJOR MUSCLE GROUPS, COOL-DOWN PERIOD, AND A
5 MINUTE STRETCHING ROUTINE. MEMBERS MOVE AROUND
A 12 MACHINE CIRCUIT WITH RECOVERY STATIONS BETWEEN
EACH MACHINE IN 30 SECOND INTERVALS PROMPTED
BY A CUE IN THE UPBEAT BACKGROUND MUSIC. A CURVES
INSTRUCTOR IS ALWAYS IN THE CENTER OF THE CIRCUIT
CHECKING MEMBERS' PERFORMANCE AND FORM AS WELL
AS ENCOURAGING THEM AND LENDING SUPPORT.

USE CHARACTERISTICS

4. The proposed special use permit request is for: (check one)

- a new use requiring a special use permit,
- a development special use permit,
- an expansion or change to an existing use without a special use permit,
- expansion or change to an existing use with a special use permit,
- other. Please describe: _____

5. Please describe the capacity of the proposed use:

A. How many patrons, clients, pupils and other such users do you expect? Specify time period (i.e., day, hour, or shift).

THE CURVES CIRCUIT ALLOWS 24 USERS AT A TIME / 30 MIN.
HOURS OF OPERATION: ^{M-F} 9AM-12PM - CLOSE - REOPEN 4PM-7PM
SAT - 8AM-NOON ; SUN - CLOSED

B. How many employees, staff and other personnel do you expect? Specify time period (i.e., day, hour, or shift).

2 EMPLOYEES FOR THE MORNING TIME PERIOD (9AM-12PM)
2 EMPLOYEES FOR THE EVENING TIME PERIOD (4-7PM)

6. Please describe the proposed hours and days of operation of the proposed use:

Day:	Hours:
<u>MONDAY - FRIDAY</u>	<u>9AM-12PM-OPEN</u>
<u>MONDAY-FRIDAY</u>	<u>CLOSED-12PM-4PM</u>
<u>MONDAY - FRIDAY</u>	<u>4PM-7PM-OPEN</u>
<u>SATURDAY</u>	<u>8AM-12PM-OPEN</u>
<u>SUNDAY</u>	<u>CLOSED</u>

7. Please describe any potential noise emanating from the proposed use:

A. Describe the noise levels anticipated from all mechanical equipment and patrons.

LOW-LEVEL BACKGROUND MUSIC
EQUIPMENT IS HYDRAULIC - VIRTUALLY NO NOISE

B. How will the noise from patrons be controlled?

PATRONS/MEMBERS SHOULD BE MAKING MINIMAL
NOISE WHILE THEY FOCUS ON THEIR 30 MINUTE
ROUTINE. (N/A)

8. Describe any potential odors emanating from the proposed use and plans to control them:

THERE SHOULD BE NO ORDER PROBLEM
WE WILL HAVE SIX (6) CEILING FANS OPERATIONAL
FOR AIR CIRCULATION. (N/A)

9. Please provide information regarding trash and litter generated by the use:

A. What type of trash and garbage will be generated by the use?

MINIMAL TRASH - IF ANYTHING MOSTLY PAPER WASTE.
(PAPER & PAPER TOWELS)

B. How much trash and garbage will be generated by the use?

VERY MINIMAL

C. How often will trash be collected?

DAILY REMOVAL OF TRASH. THE FACILITY WILL BE
VACUMED DAILY BATHROOMS WILL BE CLEANED AT LEAST
ONCE DAILY. MACHINES WILL BE WIPED AT LEAST 2X DAILY

D. How will you prevent littering on the property, streets and nearby properties?

DUMPSTERS ARE PROVIDED BY THE SHOPPING CENTER
FOR TRASH DISPOSAL.

10. Will any hazardous materials, as defined by the state or federal government, be handled, stored, or generated on the property?

Yes. No.

If yes, provide the name, monthly quantity, and specific disposal method below:

11. Will any organic compounds, for example paint, ink, lacquer thinner, or cleaning or degreasing solvent, be handled, stored, or generated on the property?

Yes. No.

If yes, provide the name, monthly quantity, and specific disposal method below:

12. What methods are proposed to ensure the safety of residents, employees and patrons?

ALL EMPLOYEES AND CURVES OWNERS WILL BE
CPR CERTIFIED AND WILL RECEIVE AND PASS CURVES
FITNESS TRAINING INSTRUCTION.

ALCOHOL SALES

13. Will the proposed use include the sale of beer, wine, or mixed drinks?

Yes. No.

If yes, describe alcohol sales below, including if the ABC license will include on-premises and/or off-premises sales. Existing uses must describe their existing alcohol sales and/or service and identify any proposed changes in that aspect of the operation.

PARKING AND ACCESS REQUIREMENTS

14. Please provide information regarding the availability of off-street parking:

A. How many parking spaces are required for the proposed use pursuant to section 8-200 (A) of the zoning ordinance?

1 space for every 200 sq. feet floor area

B. How many parking spaces of each type are provided for the proposed use:

10 Standard spaces 629 on-site spaces
_____ Compact spaces
_____ Handicapped accessible spaces.
_____ Other.

C. Where is required parking located? on-site off-site (check one)

If the required parking will be located off-site, where will it be located:

Pursuant to section 8-200 (C) of the zoning ordinance, commercial and industrial uses may provide off-site parking within 500 feet of the proposed use, provided that the off-site parking is located on land zoned for commercial or industrial uses. All other uses must provide parking on-site, except that off-street parking may be provided within 300 feet of the use with a special use permit.

D. If a reduction in the required parking is requested, pursuant to section 8-100 (A) (4) or (5) of the zoning ordinance, complete the PARKING REDUCTION SUPPLEMENTAL APPLICATION.

15. Please provide information regarding loading and unloading facilities for the use:

A. How many loading spaces are required for the use, per section 8-200 (B) of the zoning ordinance? 0

B. How many loading spaces are available for the use? ONE - N/A

C. Where are off-street loading facilities located? OUR LOCATION HAS A LOADING AREA WHICH OPENS TO THE PARKING AREA IN THE BACK OF THE SHOPPING CENTER.

D. During what hours of the day do you expect loading/unloading operations to occur?

WE DON'T ANTICIPATE DELIVERIES AS A REGULAR INTEGRAL PART OF CURVES DAILY BUSINESS OPERATION.

E. How frequently are loading/unloading operations expected to occur, per day or per week, as appropriate?

N/A

16. Is street access to the subject property adequate or are any street improvements, such as a new turning lane, necessary to minimize impacts on traffic flow?

VERY ADEQUATE - OFF DUKE AND JORDAN STS.

SITE CHARACTERISTICS

17. Will the proposed uses be located in an existing building? Yes No

Do you propose to construct an addition to the building? Yes No

How large will the addition be? N/A square feet.

18. What will the total area occupied by the proposed use be?

1,989 sq. ft. (existing) + _____ sq. ft. (addition if any) = 1,989 sq. ft. (total)

19. The proposed use is located in: (check one)

a stand alone building a house located in a residential zone a warehouse

a shopping center. Please provide name of the center: SHOPS OF FOXCHASE

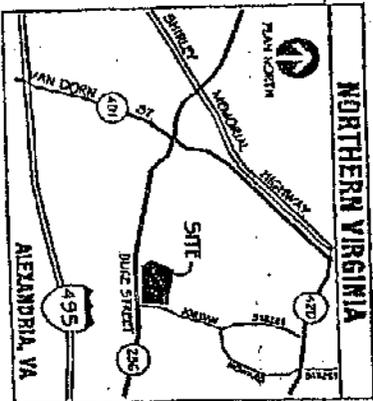
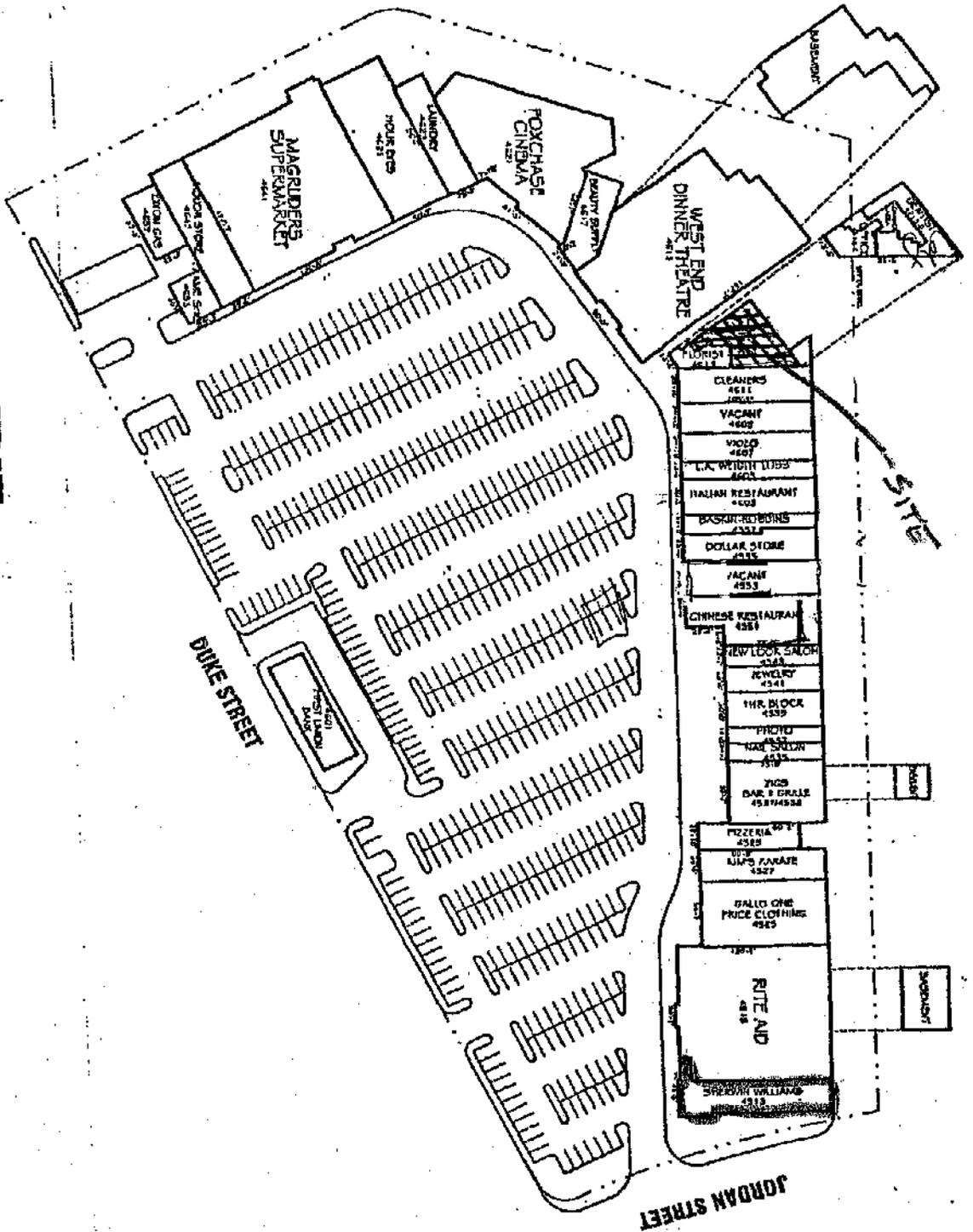
an office building. Please provide name of the building: _____

other, please describe: _____

Washington Real Estate Investment Trust
 6110 EXECUTIVE BOULEVARD, SUITE 800
 ROCKVILLE, MARYLAND 20852

WRIT

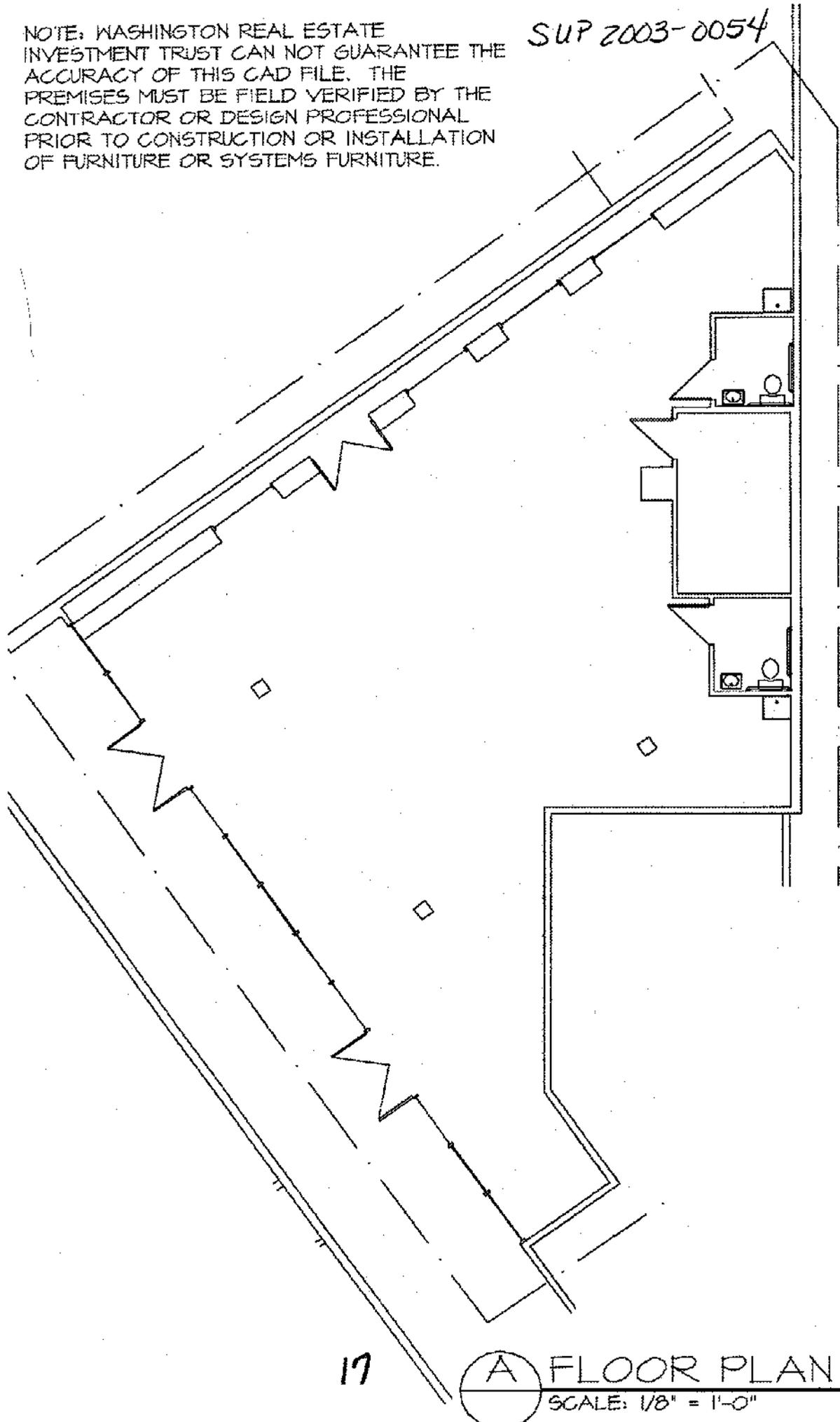
SHOPPES AT FOXCHASE
 ALEXANDRIA, VIRGINIA



TENANT DATA		
ADDRESS	Tenant/Use	SQ. FT.
4312	SHOPPING CENTER	2,100
4315	WIT-AID	1,300
4316	WIT-AID	1,315
4325	WIT-AID	1,315
4327	WIT-AID	1,315
4328	WIT-AID	1,315
4329	WIT-AID	1,315
4330	WIT-AID	1,315
4331	WIT-AID	1,315
4332	WIT-AID	1,315
4333	WIT-AID	1,315
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4493	WIT-AID	1,315
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4495	WIT-AID	1,315
4496	WIT-AID	1,315
4497	WIT-AID	1,315
4498	WIT-AID	1,315
4499	WIT-AID	1,315
4500	WIT-AID	1,315

NOTE: WASHINGTON REAL ESTATE
INVESTMENT TRUST CAN NOT GUARANTEE THE
ACCURACY OF THIS CAD FILE. THE
PREMISES MUST BE FIELD VERIFIED BY THE
CONTRACTOR OR DESIGN PROFESSIONAL
PRIOR TO CONSTRUCTION OR INSTALLATION
OF FURNITURE OR SYSTEMS FURNITURE.

SUP 2003-0054



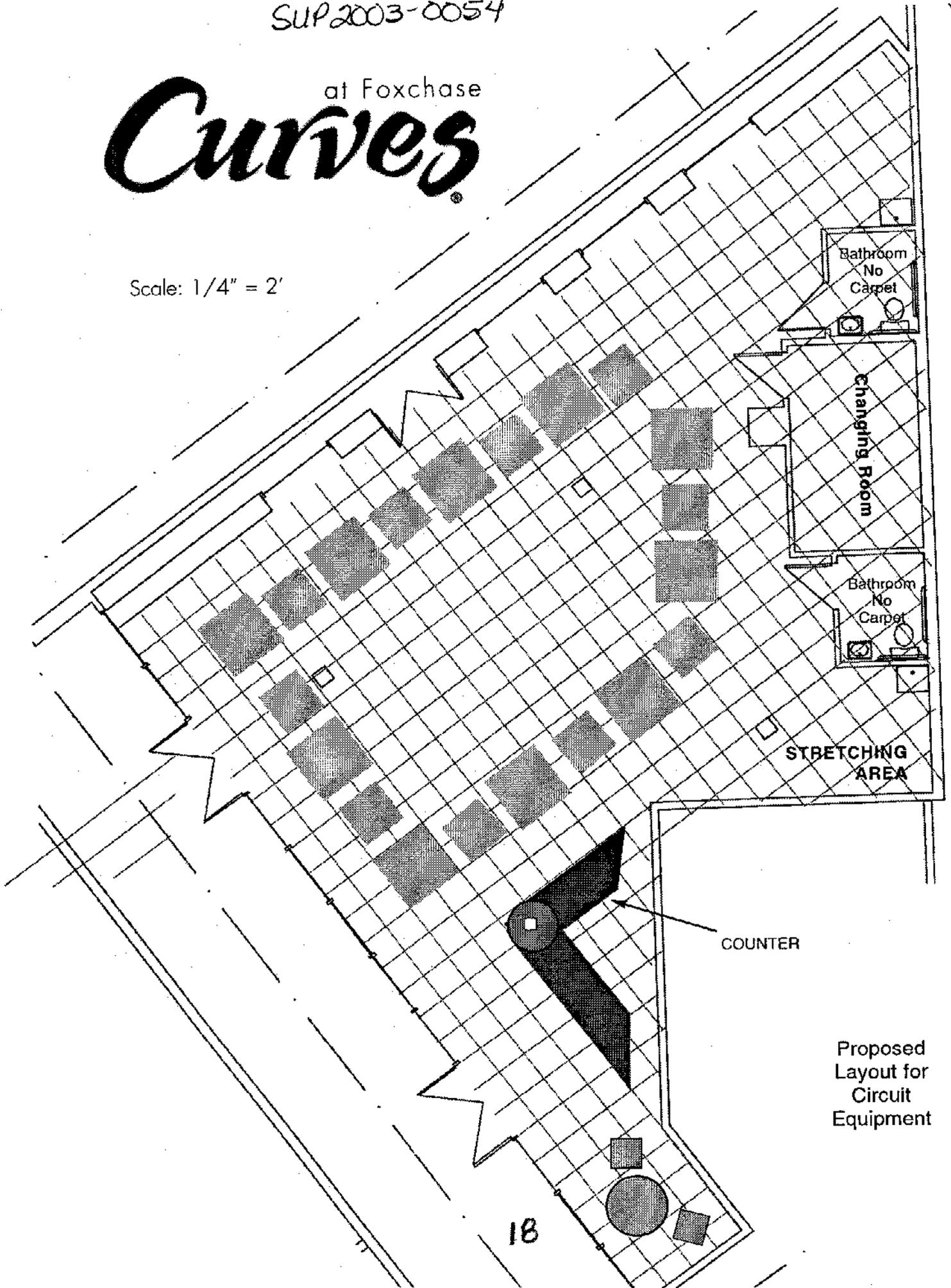
17

A FLOOR PLAN
SCALE: 1/8" = 1'-0"

SUP 2003-0054

at Foxchase *Curves*

Scale: 1/4" = 2'

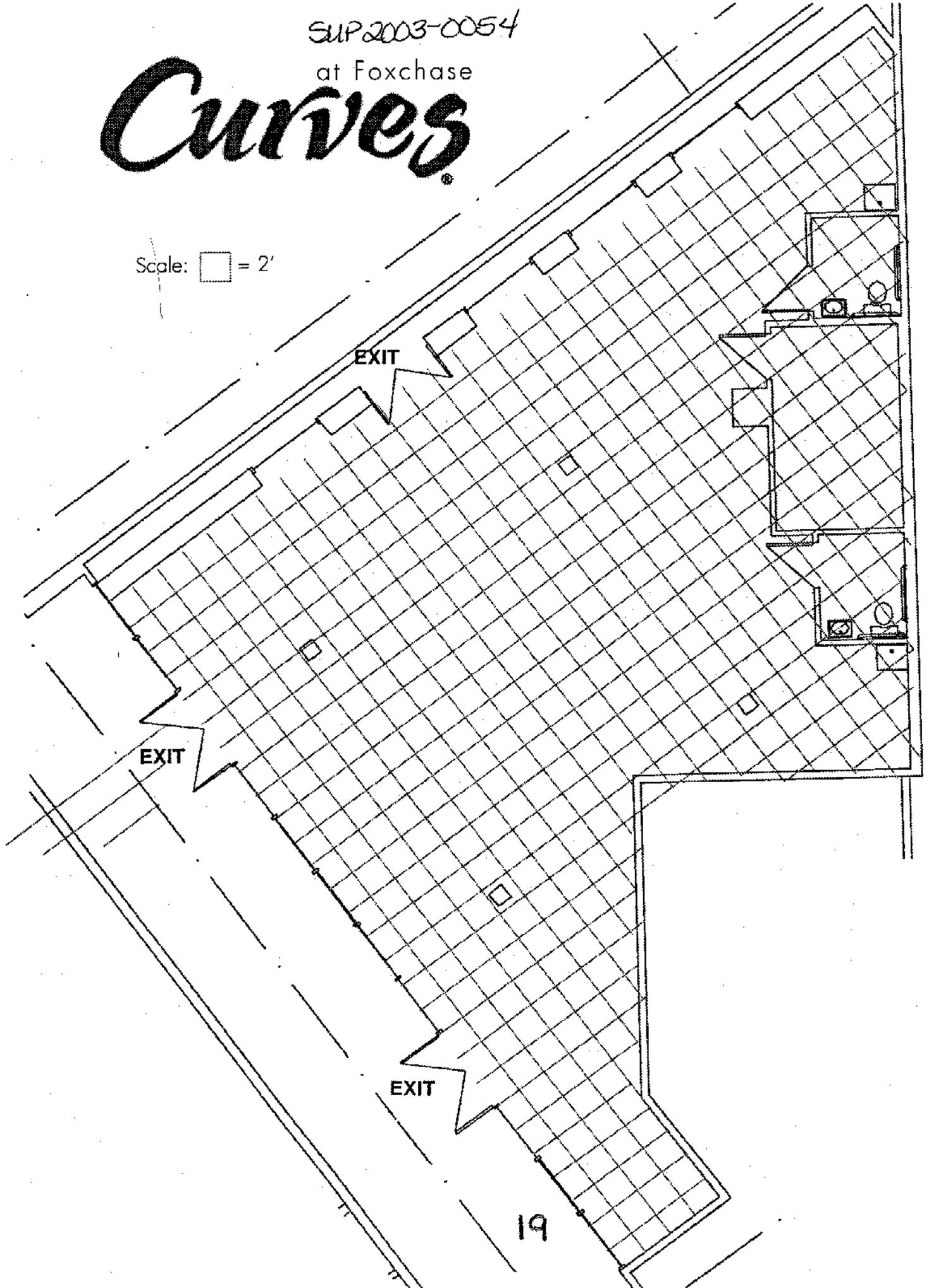


SUP 2003-0054

at Foxchase

Curves

Scale:  = 2'



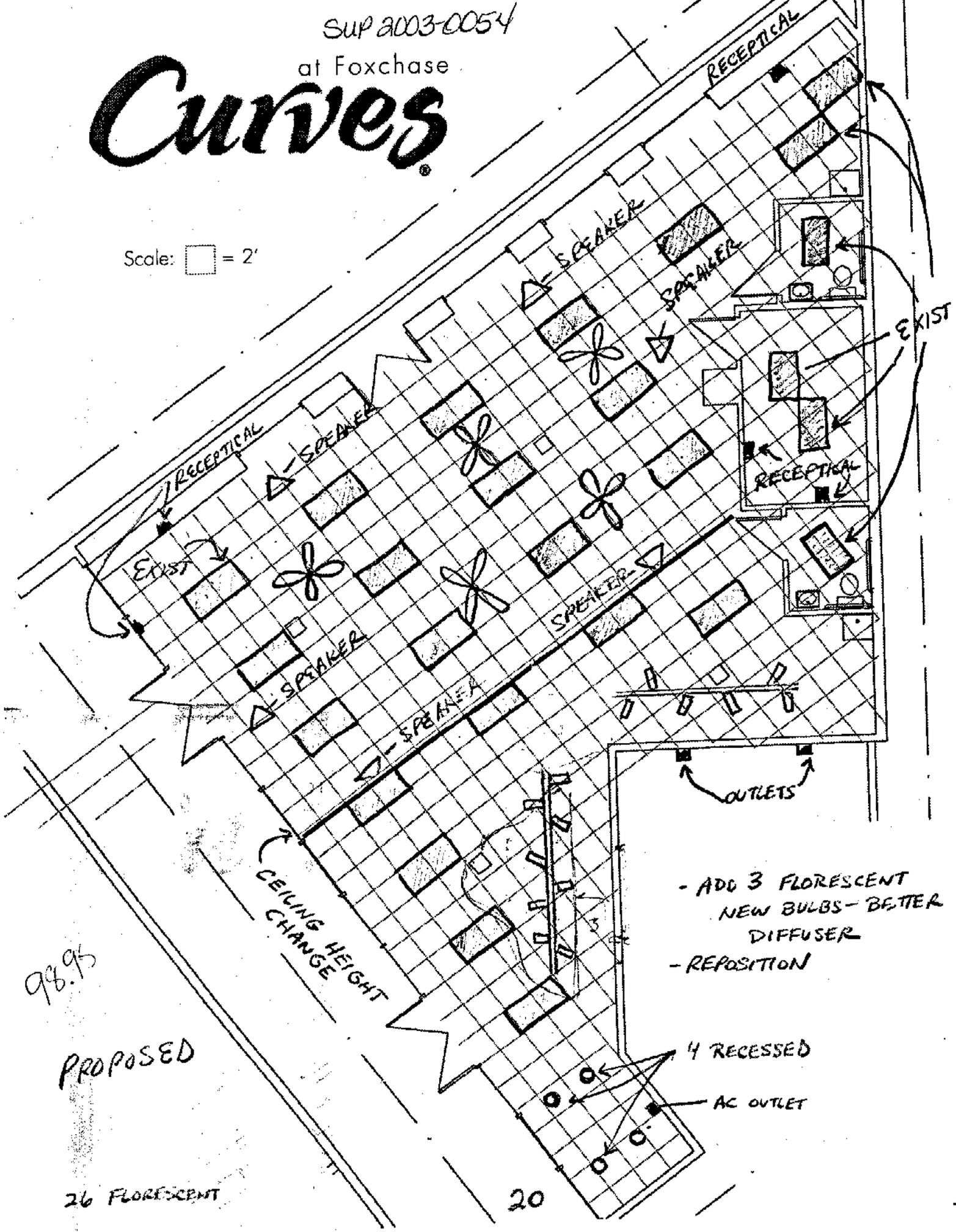
19

SUP 2003-0054

at Foxchase

Curves

Scale: $\square = 2'$



- ADD 3 FLORESCENT NEW BULBS - BETTER DIFFUSER
- REPOSITION

4 RECESSED

AC OUTLET

98.95

PROPOSED

26 FLORESCENT

20

Curves Weight Loss Guidance Program

PRE-GUIDANCE PREPARATION

- Make sure they have Gary Heavin's book "Permanent Results Without Permanent Dieting" (Gold Edition) and the workbook
- Have them read Chapter 10 (p. 111 – 130 in the Gold book) for first week's session
- Take metabolic tests (p. 9 & 10 in workbook)
- Review the Workbook and Shopping List (p. 72 - 89) for Week 1 and schedule Session 1

EVERY SESSION

- Weigh, measure body fat and record
- Review food diaries to determine adherence
- Consider switching to calorie version or phase I, II or III
- Review homework assignment from Gold book
- Assign homework lessons and tasks; Gold book readings

WEEK 1 SESSION

- Review the workbook resources including: Weight and measurement charts (pages 6-8) and set goals, Food diaries (p. 38 & 39), recipes, calorie & carb counters, etc.
- Review Phase 1 (p. 11 & 73) and determine the best dieting method based on testing, food preferences, dieting history and health
- Review Shopping List (p. 72), Food Diary (p. 77 – 89), Weekly Lesson #1 (p. 74 & 75), and Goals for Monday (p. 76),
- Homework: read Chapter 1 (p. 9 Gold book) and complete material covered during Week 1 in workbook (p. 74 – 89)
- Review Chapter 10 (p. 111 – 130 in the Gold book), "The Psychology of Change"

WEEK 2 SESSION

- Review Phase I and II dieting methods (p. 91) determining whether the client should continue on Phase I a second week or move to Phase II and should they start the calorie version
- Homework: read in book Chapters 3 (p.29) and 4 (p. 39) and complete material covered during Week 2 in workbook (p. 91-107)
- Review Chapter 1 (p. 9 from Gold Book). "The Physiology of Fitness"

WEEK 3 SESSION

- Everyone will now be on Phase II, evaluate whether clients should move to the calorie version (p. 9 – 11 & 109)
- Review Chapters 3 "Our Past Affects Our Present" and 4 "Nutritional Review," (p. 14 - 16)
- Homework: read in book Chapters 5 (p. 51) and 6 (p. 59) and complete material covered during Week 3 in workbook (p. 110 - 125)

WEEK 4 SESSION

- Measurements are done today and recorded on charts.
- Review Chapters 5 "Living on Stored Energy" and 6 "Hormonal Influence" (p. 17 – 19)
- Homework: read in book Chapter 7 (p. 67) and complete material covered during Week 4 in workbook (p. 128 - 143)

WEEK 5 SESSION

- Review Chapter 7 "Permanent Results Without Permanent Dieting" (p. 19 - 21)
- Homework: read in book Chapters 8 (p. 77) and 9 (p. 87) and complete material covered during Week 5 in workbook (p. 145 - 161)

WEEK 6 SESSION

- Review Chapter 8 "Nutritional Supplementation" and 9 "Chronic Disease" (p. 21 - 24)
- Homework: read and complete material covered during Week 6 (p. 164 – 179)

WEEK 7 SESSION

- Final weigh in and measurements. Record on charts.
- Review Phase III (p. 181 – 183)
- Determine low weight and high weight
- Client must weigh every day
- When high weight is reached, they must go back on Phase I for 2 or 3 days
- Explain Maintenance Chart (p. 184)
- Explain how to determine when it's time to start losing again

As Seen In The

Merchandiser

Newspapers

at Foxchase Curves

www.curvesinternational.com

Curves is coming to The Shops of Foxchase Center in Alexandria in April 2004! The largest fitness franchise in the world, with 3,000 locations in North America and Europe, Curves is the first fitness and weight-loss facility dedicated to providing affordable one-stop exercise and nutritional guidance specifically designed to meet the average woman's needs. Curves is essentially helping over 1.5 million women achieve their fitness goals with a 30-minute supervised workout in a supportive, encouraging, and female-friendly environment.

The Curves Concept

Curves is a unique concept in the exercise industry. It combines a highly effective, supervised exercise program with weight-loss guidance in a comfortable and fun setting. The Curves program is built around a proven 30-minute strength and aerobic workout that includes a warm-up, three sets of strength-training exercises for all the major

muscle groups, a cool-down period, and stretching. As members move around the circuit, guided by their trainers and motivated by upbeat background music, they perform both cardiovascular and strength-training exercises at the same time.

Jim Gasson, the owner of the Alexandria facility, has been involved in the health and fitness industry for over 20 years. Jim notes that many women prefer the comfort and safety of a women-only environment for their workouts. "Curves provides that comfort level," Jim says, "plus we make the workout simple, effective, and fun."

Women are guided and coached through their workout. We measure and monitor their successes each month, and we offer ongoing follow-up support!

Why has Curves been so successful?

More than 1.5 million rely on Curves to meet their health and fitness goals, and Curves' success now proves that these goals are achievable goals. The Curves fitness program addresses three main areas: exercise, diet, and lifestyle. After discussing and analyzing the member's diet, health status, weight, and physical measurements, the Curves fitness team custom-designs an easy-to-follow program based on each woman's goals.

The program is designed for women to lose body fat and stop perpetual dieting.

GRAND OPENING APRIL 21

Alexandria

Discover the power to amaze yourself!

In this way, the Curves system can help women avoid the frustrating syndrome of regaining the weight they lost after completing other weight-loss programs. In addition, the exercise program builds muscle and stimulates the body to produce and increase bone density, thus helping combat the effects of osteoporosis.

Because the amount of muscle in the body is directly correlated with the metabolic rate, a higher metabolism burns more calories. A pound of muscle burns up to 30 calories per day at rest. With dieting or aerobic exercise

like walking or swimming, as much as 40 percent of the weight lost may be lost muscle, not fat, according to

Dr. **STANLEY** Breda. "With traditional exercise programs, if you

lose 20 pounds, 8 of those pounds could be lost muscle, not fat, which contributes to slowing down your metabolic rate. You therefore have

allowed your metabolism to drop by 400 calories per day. Is it any wonder that you gained your weight back and then some? But the 30

minutes a woman loses at Curves is predominantly body fat, and the increased metabolic rate that comes from strength training can offer permanent results. Walk-

ing is the road for perpetual dieting as the size of regaining the weight you worked so hard to lose."

The Curves Difference

Aside from providing an effective, supportive and fun workout, Curves offers a monthly membership for only \$39—a great value, by his experience, Jim has found that "many fitness clubs or gyms don't go beyond saying "hi" and "good-bye" when you come in to work out. If you want personal attention, you have to hire a personal trainer at a minimum of \$30 per hour. How do you learn what the trainer is telling you will work for you over a long period of time? And how do you know you're even like their results?" Acknowledging that Curves may not be right for every woman, Jim believes that over 1.5 million women can't be wrong.

Jim and his well-trained staff are very interested in women's health and intend to provide outstanding service so that their Curves members experience the same results that so many women all over the world have achieved in an exciting and fun 30-minute routine. For more information contact the staff at 703-751-2500, or drop by the convenient location at The Shops of Foxchase, 4613-B Duke Street, Alexandria, VA 22304.



at Foxchase Curves

703-751-2500

Discover the power to amaze yourself.



(Located behind Foxchase Florist three doors west)

THE SHOPS OF FOXCHASE
4613 • B DUKE STREET
ALEXANDRIA, VA 22304
703-751-2500

Be one of the first 100 members and get **66% Off*** Service Fee

Curves
The power to amaze yourself.

*Offer valid on new and returning members. See store for details.



30 DAY CHALLENGE

It's Simple!

Sign-up. Weigh-in. Get Measured.
Complete Three Curves Workouts Per Week



Objective:

Lose the most inches & weight combined
Compete for 1st, 2nd & 3rd place!

Bonus:



Weekly drawings for Curves surprises.

STARTS FEBRUARY 3RD!

Curves 24

2 COL. x 5" NEWSPAPER
BEFORE AND AFTER AD

In 30 minutes,
Tenaya found hope.



After having 3 children and being diagnosed with hypothyroidism, Tenaya Desaulnier thought she'd "never be healthy again." Today she's an optimist who tells her supportive friends at Curves "keep the motivation going and you can succeed, too."

Curves

The power to
amaze yourself.™

000-000-0000
Local Address

www.curvesforwomen.com

Over 4,000 locations to serve you.

Join Now
60% Off*
Service Fee

*Offer based on first visit enrollment, minimum \$2 mo. c. d. program. Results will vary.

25

Sup 2003-0054

2 COL. x 5" NEWSPAPER
BEFORE AND AFTER ADS

In 30 minutes,
Peggy made her husband look twice.



After going from a "lay down and zip my pants" size 16 to a comfortable size 4, Peggy Payne says one of her favorite things is the extra attention she gets from her husband. The key to her success has been the support she gets at Curves.

Curves

The power to
amaze yourself."

000-000-0000
Local Address

www.curvesforwomen.com

Over 4,000 locations to serve you.

Join Now
60% Off*
Service Fee

©2003 Curves International

*Offer based on first visit enrollment, minimum 12 mo. c. d. program. Results will vary.

In 30 minutes,
Jodi became herself. Again.



Jodi Diller was the heaviest she had ever been when she started Curves. But after losing 9 inches in her first 6 weeks, a funny thing started to happen. "My self-esteem came creeping back with every pound I lost." Jodi is still losing weight and gaining respect for herself.

Curves

The power to
amaze yourself."

000-000-0000
Local Address

www.curvesforwomen.com

Over 4,000 locations to serve you.

Join Now
60% Off*
Service Fee

©2003 Curves International

*Offer based on first visit enrollment, minimum 12 mo. c. d. program. Results will vary.

2/4

5 T H A N N U A L F O O D D R I V E



CURVES INTERNATIONAL INC. IS PLEASED TO ANNOUNCE THAT THIS FACILITY
WILL PARTICIPATE IN THE CURVES ANNUAL FOOD DRIVE.

MARCH 3-31, 2003

ALL NON-PERISHABLE FOOD ITEMS WILL BE DONATED TO YOUR LOCAL FOOD BANK.
JOIN US TO HELP FEED A FRIEND AND EARN A FREE T-SHIRT.*

Curves
21

**Bring in one sack of groceries, complete 3 workouts per week throughout the entire month, and lose 5 pounds or 5 inches to earn a T-shirt.*



SUP 2003-0054

Locations in Virginia

1. Alexandria, VA

7590 Telegraph Rd.
Alexandria, VA 22315
Phone (703) 971-9011

2. Arlington, VA - North

2105 N. Pollard St.
Arlington, VA 22207
Phone (703) 243-4339

3. Arlington, VA - Central

2529 Wilson Blvd.
Arlington, VA 22201
Phone (703) 387-2474

4. Ashburn, VA

20604 Gordon Park Square, Ste. 150
Ashburn, VA 20147
Phone (571) 223-0123

5. Hanover County, VA

9539 Kings Charter Dr.
Ashland, VA 23005
Phone (804) 550-5760

6. Bedford, VA

514-F Blue Ridge Ave
Bedford, VA 24523
Phone (540) 587-7540

7. Blacksburg, VA

2007 S. Main St.
Blacksburg, VA 24060
Phone (540) 951-1918

8. Chantilly, VA

14511-J Lee Jackson Mem. Hwy.
Chantilly, VA 20151
Phone (703) 817-1500

9. Chesapeake, VA - South

237 South Battlefield Blvd., Unit 9
Chesapeake, VA 23322
Phone (757) 482-4844

10. Chesapeake, VA - North

4300 Portsmouth Blvd., Unit 262
Chesapeake, VA 23321
Phone (757) 405-0070

Attention: Mr. George McAndrews

City Attorney:
Alexandria, Virginia

George, this number is expected to double within one year. There are a number of territories sold, but not yet open which are not reflected in this list

The Curves location at Foxchase is not included in this list.

Locations highlighted in gold denote facilities in Northern Virginia



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

11. Chesapeake, VA - Greenbriar

801 Volvo Pkwy.
Chesapeake, VA 23320
Phone(757) 549-5100

12. Chester, VA

7000 Commons Plaza
Chester, VA 23832
Phone(804) 717-9331

13. Christiansburg, VA

1568 N. Franklin St.
Christiansburg, VA 24073
Phone(540) 381-3355

14. Colonial Heights, VA

22 Dunlop Village Circle
Colonial Heights, VA 23834
Phone(804) 526-6144

15. Covington, VA

310 W. Main Street
Covington, VA 24426
Phone(540) 962-0954

16. Culpeper, VA

500 Meadowbrook Cntr, Unit 110
Culpeper, VA 22701
Phone(540) 825-3799

17. Botetourt County, VA

1436 Roanoke Road
Daleville, VA 24083
Phone(540) 966-3122

18. Dumfries, VA

4390 Kevin Walker Dr.
Dumfries, VA 22026
Phone(703) 878-3400

Elkton, VA

308 W. Spotswood Ave., Ste. A
Elkton, VA 22827
Phone(540) 298-2600

20. Fairfax, VA - Northeast

8622 Lee Hwy., Ste. C
Fairfax, VA 22031
Phone(703) 298-7100



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

21. Fairfax, VA - West
11037 Lee Hwy.
Fairfax, VA 22030
Phone (703) 691-0996

22. Franklin, VA
1374 Armory Dr., Unit H
Franklin, VA 23851
Phone (757) 516-8444

23. Fredericksburg, VA
968 Bragg Road
Fredericksburg, VA 22407
Phone (540) 548-2277

24. Massaponax, VA
5000 Southpoint Pkwy.
Fredericksburg, VA 22407
Phone (540) 898-3961

25. Hartwood, VA
736 Warrenton Rd., Ste. 108
Fredericksburg, VA 22406
Phone (540) 373-9224

26. Falmouth, VA
10 Leeland Rd., Ste. 103
Fredericksburg, VA 22405
Phone (540) 373-8081

27. Front Royal, VA
231-A South Street
Front Royal, VA 22630
Phone (540) 622-5052

28. Galax, VA
1002 East Stuart Drive Ste.A
Galax, VA 24333
Phone (276) 236-5056

29. Gloucester County, VA
1807-C Geo Washington Mem Hwy
Gloucester Point, VA 23062
Phone (804) 684-0877

30. Hampton, VA - Fox Hill
227 Fox Hill Rd.
Hampton, VA 23669
Phone (757) 854-5000



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

31. Hampton, VA-North
1814 Todds Lane, Unit J
Hampton, VA 23666
Phone (757) 265-9200

32. Harrisonburg, VA
182-W6 Neff Avenue
Harrisonburg, VA 22801
Phone (540) 438-9950

33. Hollins, VA
7216 Williamson Road
Hollins, VA 24019
Phone (540) 563-5318

34. Leesburg, VA
305-L East Market St
Leesburg, VA 20176
Phone (703) 669-0300

35. Rockbridge County, VA
780 N Lee Hwy
Lexington, VA 24450
Phone (540) 464-5546

36. Luray, VA
2 East Luray Shopping Center
Luray, VA 22835
Phone (540) 843-2500

37. Forest, VA
2840 Linkhorne Dr
Lynchburg, VA 24502
Phone (434) 384-7755

38. Lynchburg, VA
20722 Timberlake Road
Lynchburg, VA 24503
Phone (434) 237-7907

39. Madison Heights, VA
4543 S Amherst Hwy
Madison Heights, VA 24572
Phone (434) 845-7105

40. Martinsville, VA
730 East Church St., Ste 14
Martinsville, VA 24112
Phone (703) 669-0300



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

41. Middleburg, VA

11 W. Federal Street
Middleburg, VA 20117
Phone(540) 687-3100

42. Midlothian, VA - South

13547 Midlothian Turnpike
Midlothian, VA 23113
Phone(804) 594-2590

43. Brandermill, VA

6729 Lake Harbor Dr.
Midlothian, VA 23112
Phone(804) 639-1533

44. Mount Jackson, VA

5334 Shopping Centre
Mount Jackson, VA 22842
Phone(540) 477-2575

45. Newport News, VA - South

10860 Warwick Blvd.
Newport News, VA 23601
Phone(757) 596-2121

46. Newport News, VA - North

328 Oyster Point Rd.
Newport News, VA 23602
Phone(757) 249-9300

47. Norfolk, VA-Ghent

738-10 West 22nd Street
Norfolk, VA 23517
Phone(757) 200-5555

48. Norfolk, VA-North

171 West Ocean View Avenue
Norfolk, VA 23503
Phone(757) 200-5507

49. Oak Hall, VA

9298 Lankford Hwy.
Oak Hall, VA 23416
Phone(757) 854-3939

50. Powhatan, VA

1545-B Standing Ridge Drive
Powhatan, VA 23139
Phone(804) 907-4077



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

51. Pulaski, VA

1030 E Main St
Pulaski, VA 24301
Phone(540) 980-0094

52. Purcellville, VA

743 East Main St
Purcellville, VA 20132
Phone(540) 338-0008

53. Richlands, VA

1326 Second St.
Richlands, VA 24641
Phone(540) 963-9700

54. Richmond, VA -

Bon Air, VA
8017 Buford Road
Richmond, VA 23235
Phone(804) 327-5030

55. Short Pump

3405 Cox Rd.
Richmond, VA 23233
Phone(804) 217-7011

56. Roanoke, VA - South

3505B Franklin Rd., SW
Roanoke, VA 24014
Phone(540) 344-1040

57. Salem, VA

1457 W Main St, Ste M
Salem, VA 24153
Phone(540) 444-0367

58. Springfield, VA

8091-C Alban Rd.
Springfield, VA 22150
Phone(703) 440-8989

59. Stafford, VA

395 Garrisonville Rd., Ste. 106
Stafford, VA 22554
Phone(540) 658-9288



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

60. Stephens City, VA

835 Green St.
Stephens City, VA 22655
Phone(540) 868-9407

61. Sterling, VA

21475 Ridgetop Circle, Ste. 110
Sterling, VA 20166
Phone(571) 434-2999

62. Stuarts Draft, VA

2627 Stuarts Draft Hwy., Ste. 113-A
Stuarts Draft, VA 24477
Phone(540) 324-1190

63. Suffolk, VA

900 N. Main St.
Suffolk, VA 23434
Phone(757) 925-2878

64. Timberville, VA

14074 Timberway
Timberville, VA 22853
Phone(540) 896-2000

65. Staunton, VA

11 Green Hills Dr, Ste 4
Verona, VA 24482
Phone(540) 248-9950

66. Vinton, VA

1316 Washington Ave
Vinton, VA 24179
Phone(540) 345-3776

67. Virginia Beach, VA - Pembroke

1115 Independence Blvd., #201
Virginia Beach, VA 23455
Phone(757) 222-4595

68. Virginia Beach, VA Great Neck

2310 Virginia Beach Blvd., Ste. 102
Virginia Beach, VA 23454
Phone(757) 631-2888

69. Virginia Beach, VA - Kempsville

5220 Fairfield Shopping Center
Virginia Beach, VA 23464
Phone(757) 474-0000



Locations in Virginia

Attention: Mr. George McAndrews
City Attorney:
Alexandria, Virginia

**Locations highlighted in gold
denote facilities in
Northern Virginia**

70. Virginia Beach, VA-Lynnhaven
4328 Holland Road
Virginia Beach, VA 23452
Phone (757) 486-8989

71. Virginia Beach, VA - General B
1630 General Booth Blvd., #109
Virginia Beach, VA 23454
Phone (757) 426-2100

72. Waynesboro
2556 Jefferson Hwy, Ste 104
Waynesboro, VA 22980
Phone (540) 942-7800

73. James City County, VA
4511-B John Tyler Hwy.
Williamsburg, VA 23185
Phone (757) 221-0330

74. Williamsburg, VA-East Kings Mill
1915 Pocahontas Trail, Unit F-5
Williamsburg, VA 23185
Phone (757) 220-5506

75. Winchester, VA
2214 Wilson Blvd
Winchester, VA 22601
Phone (540) 678-5500

76. Lake Ridge, VA
2221 Old Bridge Rd.
Woodbridge, VA 22192
Phone (703) 497-4244

77. Woodstock, VA
655 North Main
Woodstock, VA 22664
Phone (540) 459-7220

78. Wytheville, VA
155 W. Main Street
Wytheville, VA 24382
Phone (276) 223-1104

79. Grafton, VA
5336 George Washington Mem Hwy H-1
Yorktown, VA 23692
Phone (757) 888-8888

APPLICATION for SPECIAL USE PERMIT # 2003-0054 ⁹

[must use black ink or type]

PROPERTY LOCATION: THE SHOPS OF FOXCHASE - 4613 DUKE ST. ALEX 22

TAX MAP REFERENCE: 49.00-06-04 ZONE: CG

APPLICANT Name: CURVES FOR WOMEN

Address: 4613A/B DUKE STREET, ALEXANDRIA, VA 22304

PROPERTY OWNER Name: WASHINGTON REAL ESTATE INVESTMENT TRUST

Address: 6110 EXECUTIVE BLVD., STE 800, ROCKVILLE, MD 2085

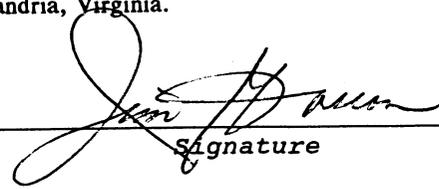
PROPOSED USE: WOMEN'S FITNESS & WEIGHT LOSS

THE UNDERSIGNED hereby applies for a Special Use Permit in accordance with the provisions of Article XI, Section 11-500 of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED, having obtained permission from the property owner, hereby grants permission to the City of Alexandria to post placard notice on the property for which this application is requested, pursuant to Article XI, Section 11-301(B) of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED hereby attests that all of the information herein provided and specifically including all surveys, drawings, etc., required to be furnished by the applicant are true, correct and accurate to the best of their knowledge and belief. The applicant is hereby notified that any written materials, drawings or illustrations submitted in support of this application and any specific oral representations made to the Planning Commission or City Council in the course of public hearings on this application will be binding on the applicant unless those materials or representations are clearly stated to be non-binding or illustrative of general plans and intentions, subject to substantial revision, pursuant to Article XI, Section 11-207(A)(10), of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

Jim Gasson
Print Name of Applicant or Agent


Signature

7635 HOLMES RUN DRIVE
Mailing/Street Address

703-560-8728 703-560-8827
Telephone # Fax #

FALLS CHURCH, VA 22042
City and State Zip Code

4-30-03
Date

DO NOT WRITE BELOW THIS LINE - OFFICE USE ONLY

Application Received: _____ Date & Fee Paid: _____ \$ _____

ACTION - PLANNING COMMISSION: RECOMMEND APPROVAL, UC

ACTION - CITY COUNCIL: 6/14/03PH--CC approved the Planning Commission recommendation.